

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

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In re: :
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THE FINANCIAL OVERSIGHT AND : PROMESA
MANAGEMENT BOARD FOR PUERTO RICO, : Title III
:
as representative of : Case No. 17-BK-3283 (LTS)
:
THE COMMONWEALTH OF PUERTO RICO, *et al.*, : (Jointly Administered)
:
Debtors.¹ :
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In re: :
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THE FINANCIAL OVERSIGHT AND : PROMESA
MANAGEMENT BOARD FOR PUERTO RICO, : Title III
:
as representative of : Case No. 17-BK-4780 (LTS)
:
PUERTO RICO ELECTRIC POWER AUTHORITY, :
:
Debtor. :
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**NOTICE OF OFFICIAL COMMITTEE OF UNSECURED CREDITORS
REGARDING DEPOSITIONS, PURSUANT TO FED. R. CIV. P. 30, IN
CONNECTION WITH PREPA'S TITLE III PLAN OF ADJUSTMENT**

¹ The Debtors in these Title III cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283 (LTS)) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284 (LTS)) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567 (LTS)) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566 (LTS)) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17-BK-4780 (LTS)) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5233 (LTS)) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

PLEASE TAKE NOTICE that, pursuant to Rule 30 of the Federal Rules of Civil Procedure, made applicable to these proceedings pursuant to Rules 7030 and 9014 of the Federal Rules of Bankruptcy Procedures and section 310 of the Puerto Rico Oversight, Management and Economic Stability Act, the Official Committee of Unsecured Creditors (the “Committee”)² will take the depositions upon oral examination of:

- The same persons, and at the same dates, times, and locations, set forth in the *First Amended Notice of Depositions Pursuant to Fed. R. Civ. P. 30 by the Ad Hoc Group of PREPA Bondholders, Assured Guaranty Corp., Assured Guaranty Municipal Corp., Syncora Guarantee, Inc., and U.S. Bank National Association, in Connection with PREPA’s Title III Plan of Adjustment* [Docket No. 3405],³ or at such other times and places as agreed upon by the parties (within the topics identified for each of those persons to be deposed, the Committee is expanding “certain bondholders” to “certain unsecured creditors (including but not limited to those with whom no settlement has been reached)”);
- The organizational representative(s) of, and to be designated by, the Financial Oversight and Management Board for Puerto Rico,⁴ to commence on **May 16, 2023 at 9:00 a.m. (ET)** at the offices of Paul Hastings LLP, 200 Park Avenue New York, NY 10166, or at such other times and places as agreed upon by the parties, on each of the following topics:

² Any capitalized terms not defined herein shall have the meaning ascribed to them in the Plan or Disclosure Statement (as defined below).

³ Unless otherwise specified, references to the docket are to Case No. 17-BK-04780-LTS.

⁴ Pursuant to Rule 30(b)(6) of the Federal Rules of Civil Procedure, made applicable to these proceedings pursuant to Rules 7030 and 9014 of the Federal Rules of Bankruptcy Procedures and section 310 of the Puerto Rico Oversight, Management and Economic Stability Act.

- i. The estimated value, range of potential values, and cap applicable to General Unsecured Claims;
- ii. Legacy Charge Revenues and post-Petition modifications of rates (including the structure of rates) charged to PREPA customers;
- iii. Characteristics of the Series A Bonds and Series B Bonds, including in comparison of each's attributes to the other;
- iv. The Fuel Line Lender PSA, including all of the proposed settlements embodied within the Fuel Line Lender PSA, qualification of any claim by the Fuel Line Lenders and Committee as Current Expenses (as defined in the Trust Agreement), applicability or inapplicability of Current Expenses to the Committee, PREPA's determination of (and discretion in determining qualification of) claims as Current Expenses, and whether the Fuel Line Lender PSA is in the best interests of creditors;
- v. The rationale for treating the general unsecured creditors differently from the Fuel Line Lenders as it relates to payment of, or priority of, Current Expenses;
- vi. The National PSA and National Settlement, including whether the foregoing are in the best interests of creditors, the components of the foregoing (*e.g.*, the National Reimbursement Claim, National Insured Bonds Claims, and the structuring fees described in Article II.D.2 of the Plan), and the explanation for the change in position as to National being entitled to any recovery or recourse beyond the Sinking Fund;

- vii. Assets of PREPA available for the repayment of creditors, including whether assets are “essential” to operations of, or provide an “essential service” of, the Debtor;
 - viii. The Avoidance Actions Trust, including the litigations and claims transferred and not transferred to that trust (and the estimated value thereof);
 - ix. ACR Procedures;
 - x. Payments made relating to pre-Petition unsecured claims, including records and documents memorializing such payments, and decisions to pay, or not to pay, any pre-Petition unsecured claims.
- **Mark Shankweiler** of Berkeley Research Group, to commence on **May 22, 2023 at 9:00 a.m. (ET)** at the offices of Paul Hastings LLP, 200 Park Avenue New York, NY 10166, or at such other times and places as agreed upon by the parties. The topics of Mr. Shankweiler’s deposition will include, without limitation, the estimate of General Unsecured Claims, the *Modified Second Amended Title III Plan of Adjustment of the Puerto Rico Electric Power Authority* [Docket No. 3296] (as it may be amended modified, or supplemented, the “Plan”), the *Disclosure Statement for the Modified Second Amended Title III Plan of Adjustment of the Puerto Rico Electric Power Authority* [Docket No. 3297] (as it may be amended modified, or supplemented, the “Disclosure Statement”), any work performed by Mr. Shankweiler in connection with the Plan or the Disclosure Statement, whether the Plan is in the best interest of creditors, whether the Plan unfairly discriminates against certain unsecured

creditors (including but not limited to those with whom no settlement has been reached), whether the Plan is fair and equitable, whether and under what other conditions the Plan could be made effective and consummated, whether the Plan was proposed in good faith, the Legacy Charge, the 2019 RSA, the New Bonds, and any other topic Mr. Shankweiler may reasonably be assumed to have knowledge about relevant to the Plan's confirmability.

- **Justin Peterson** – to commence on **May 23, 2023 at 9:00 a.m. (ET)** at the offices of Paul Hastings LLP, 200 Park Avenue New York, NY 10166, or at such other times and places as agreed upon by the parties. The topics of Mr. Peterson's deposition will include, without limitation, the Plan, the Disclosure Statement, Mr. Peterson's prior statements regarding the foregoing and payment of creditors, whether the Plan is in the best interest of creditors, whether the Plan unfairly discriminates against certain unsecured creditors (including but not limited to those with whom no settlement has been reached), whether the Plan is fair and equitable, whether and under what other conditions the Plan could be made effective and consummated, whether the Plan was proposed in good faith, the Legacy Charge, the 2019 RSA, the New Bonds, and any other topic Mr. Peterson may reasonably be assumed to have knowledge about relevant to the Plan's confirmability.

PLEASE TAKE FURTHER NOTICE that the Committee reserves the right to notice additional depositions in accordance with in the *Amended and Restated Order Establishing, Among Other Things, Procedures and Deadlines Concerning Objections to Confirmation and Discovery in Connection Therewith* [Docket No. 3305].

Dated: April 28, 2023
New York, New York

/s/ G. Alexander Bongartz
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- and -

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